

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA**

PLYMOUTH COUNTY RETIREMENT)
ASSOCIATION, on Behalf of Itself and All)
Others Similarly Situated,)

Plaintiffs,)

vs.)

PRIMO WATER CORPORATION, BILLY D.)
PRIM, MARK CASTANEDA, DAVID J.)
MILLS, RICHARD A. BRENNER, DAVID)
W. DUPREE, MALCOLM McQUILKIN,)
DAVID L. WARNOCK, JACK C. KILGORE,)
CULLIGAN INTERNATIONAL COMPANY,)
ANDREW J. FILIPOWSKI, CARL V.)
SANTOITEMMO, STIFEL, NICOLAUS &)
COMPANY, INC., BB&T CAPITAL)
MARKETS, JANNEY MONTGOMERY)
SCOTT LLC, and SIGNAL HILL CAPITAL)
GROUP LLC,)

Defendants.)

1:11-cv-01068-TDS-PTS

**JOINT MOTION TO ESTABLISH DEADLINES FOR FILING AMENDED
COMPLAINT AND DEFENDANTS' RESPONSES THERETO**

Plaintiff Plymouth County Retirement Association ("Plaintiff") and defendants Primo Water Corporation ("Primo" or the "Company"), Billy D. Prim, Mark Castaneda, David J. Mills, Richard A. Brenner, David W. Dupree, Malcolm McQuilkin, David L. Warnock, Jack C. Kilgore, Culligan International Company, Andrew J. Filipowski, Carl V. Santoiemmo, Stifel, Nicolaus & Company, Inc., BB&T Capital Markets, Janney Montgomery Scott LLC, and Signal Hill Capital Group LLC (collectively, "Defendants") (collectively with Plaintiff, the "Parties") respectfully submit this Joint

Motion to Establish Deadlines for Filing Amended Complaint and Defendants' Responses Thereto.

In support, the Parties state:

1. On December 2, 2011, Plaintiff, on behalf of itself and all others similarly situated, filed a purported Class Action Complaint for Violations of Federal Securities Laws (the "Complaint").

2. The Complaint is brought on behalf of a putative class of all persons or entities who acquired Primo common stock pursuant or traceable to the Company's initial public offering on or about November 4, 2010, and the Company's offering of common stock on or about June 17, 2011, as well as purchasers of Primo common stock between November 4, 2010 and August 10, 2011. The Complaint alleges claims for violations of Sections 11, 12(a)(2), and 15 of the Securities Act of 1933 and Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, as amended by the Private Securities Litigation Reform Act of 1995, and Rule 10b-5 promulgated thereunder.

3. As set forth in the Court's January 30, 2012 Orders, Defendants are not required to respond to Plaintiff's Complaint, or any complaint in this matter, until the Lead Plaintiff and Lead Plaintiff's counsel have been designated, and an Amended Complaint has been filed [Dkt. Nos. 16 and 17].

4. The Parties have agreed to and seek to establish the following deadlines:

(a) Due to the complex nature of this action, Lead Plaintiff shall file and serve its Amended Complaint within sixty (60) days after entry of an order appointing Lead Plaintiff and Lead Plaintiff's counsel, or inform Defendants' counsel that it will not do so.

(b) The time for Defendants to answer, move, or otherwise plead with respect to the Complaint or an Amended Complaint shall be as follows:

(i) If Lead Plaintiff informs Defendants' counsel that it will not file an Amended Complaint, the (A) Defendants shall answer, move against, or otherwise respond to the Complaint within sixty (60) days of their receipt of such written notice; (B) Lead Plaintiff shall have sixty (60) days thereafter to oppose any motion(s) to dismiss that may be filed by Defendants; and (C) Defendants shall have sixty (60) days after the filing of Lead Plaintiff's opposition papers to file their reply.

(ii) If Lead Plaintiff files an Amended Complaint, then: (A) Defendants shall answer, move against, or otherwise respond to the Amended Complaint within sixty (60) days after service; (B) Lead Plaintiff shall have sixty (60) days thereafter to oppose any motion(s) to dismiss that may be filed by Defendants; and (C) Defendants shall have sixty (60) days after the filing of Lead Plaintiff's opposition papers to file their reply.

DATED: March 7, 2012

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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on March 7, 2012, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system. The electronic case filing system sent a “Notice of Electronic Filing” to the attorneys of record who have consented in writing to accept this notice as service of this document by electronic means.

/s/ Evan J. Kaufman

Evan J. Kaufman